

# EXHIBIT A

# EXHIBIT A

AKIN GUMP  
STRAUSS HAUER & FELD LLP

Attorneys at Law

PHILIP C. DUBLIN  
212 872 8083/fax: 212.872 1002  
pdublin@akingump.com

January 7, 2010


VIA FIRST CLASS MAIL

Mr. Jim Rhodes  
Chief Executive Officer  
Rhodes Homes Steering Committee  
4730 South Fort Apache Road - Suite 300  
Las Vegas, Nevada 89147

Dear Jim:

I enclose my firm's invoice for services rendered through December 31, 2009 in the amount of \$138,825.49. If you have any questions, please do not hesitate to contact me.

Sincerely,



Philip C. Dublin

PCD/cf

Enclosure

cc: Lydonn Jackson

# AKIN GUMP STRAUSS HAUER & FELD LLP

Attorneys at Law

ATTN: JIM RHODES  
RHODES HOMES STEERING COMMITTEE  
CHIEF EXECUTIVE OFFICER  
4730 SOUTH FORT APACHE ROAD  
SUITE 300  
LAS VEGAS, NV 89147

Invoice Number 1290710  
Invoice Date 01/07/10  
Client Number 687317  
Matter Number 0001

Re: RHODES HOMES

FOR PROFESSIONAL SERVICES RENDERED THROUGH 12/31/09 :

<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
10/27/09	MPH	Research re enforceability of release.	3.50
11/13/09	EPC	Review and analysis of and prepare correspondence regarding Rhodes plan and exit financing issues; review and analysis of and comment on draft security agreement for exit facility.	0.30
11/14/09	EPC	Review and analysis of and prepare correspondence regarding plan and exit financing issues.	0.20
11/23/09	PCD	Steering cte call, finalize plan and ds, emails re same, emails re mgt	0.90
11/23/09	MAL	Steering committee call; revise plan and disclosure statement and related documents; coordinate filing of same.	2.30
11/23/09	KME	Prepare revised plan and disclosure statement for filing.	0.90
11/24/09	PCD	Participate in telephonic hearing, review background checks, emails re same, calls w/holders re status, prep for hearing, confer w/team re open issues, calls re mgt terms, emails re same, finalize plan, ds and related docs for filing and solicitation packages, emails re same, confer w/team re same	3.20
11/24/09	DJD	Conference with A. Martell and P. Dublin regarding Dunhill term sheet; review precedent for term sheet.	1.80
11/24/09	ASM	Drafting term sheet for management agreement, call with D. D'Urso and P. Dublin.	3.00
11/24/09	MAL	Prepare for and participate in telephonic disclosure statement hearing; review revised plan/ds documents; confer with P. Dublin re: open issues.	2.60
11/24/09	RLB	Create hearing binders	1.20
11/24/09	KME	Coordinate w/staff re preparation for hearing; gather plan, disclosure statement and exhibits and send and send same to Omni.	0.90
11/25/09	PCD	Review and comment on plan and ds, review background checks, review mgt TS	2.80
11/25/09	ASM	Revising management services term sheet, revising asset transfer agreement	5.50
11/30/09	PCD	Review draft plan letter, calls re mgt TS, emails re ds order	1.20

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
11/30/09	DJD	Telephone call with committee regarding management services agreement; review and revise management services agreement; telephone call with A. Martell.	1.60
11/30/09	ASM	Call with committee to discuss management services term sheet, call with D. D'Urso to discuss same, revising term sheet	2.00
11/30/09	MAL	Revise letter in support of plan; review proposed order; coordinate with omni re: service of plan documents.	1.40
11/30/09	KME	Review solicitation procedures; prepare list of solicitation materials and gather same; update same; draft letter in support of plan; prepare plan, disclosure statement and solicitation procedures order for filing with Court; review solicitation package prepared by Omni management; emails w/Akin Gump team re same.	6.20
12/01/09	PCD	Emails re mgt, calls re same, calls re ds, review revised TS, attend to solicitation issues, confer w/ML re same	2.20
12/01/09	ASM	Revising management services term sheet	0.90
12/01/09	MAL	Confer with P. Dublin re: plan issues; review solicitation materials, plan, ds, and related documents; coordinate w/omni re: same; review cc letter in support of plan; coordinate w/chambers re: entry of order.	7.30
12/01/09	KME	Prepare cover letter for solicitation package; revise and edit same; review solicitation procedures and bankruptcy rules re service of solicitation materials; revise and edit solicitation materials.	5.30
12/02/09	PCD	Emails re solic letter comments, review same, confer w/ML re solicitation.	0.80
12/02/09	MAL	Review solicitation materials and coordinate with K. Eide re: same; review notice of entry of DS order and coordinate filing; confer with P. Dublin re: same; emails with S. Cho re: same.	3.80
12/02/09	KME	Revise and edit plan support letter from mediation parties; revise and edit notice of entry of solicitation procedures order; coordinate w/local counsel re filing of notice; review sample solicitation package received from Omni.	3.00
12/03/09	PCD	Emails re solicitation process, calls w/lenders re same, emails re board candidates	0.70
12/03/09	MAL	Revise letter in support of plan and emails re: same; review revised solicitation materials and coordinate with Omni re: same.	1.80
12/03/09	KME	Review plan ballots; revise and edit plan support letter and solicitation procedures.	1.00
12/04/09	PCD	Emails re dun hill agt status, emails re solicitation status	0.30
12/05/09	PCD	Call w/Dix re mgt status	0.30
12/06/09	PCD	Call with Dix re Dunhill agt.	0.20
12/07/09	PCD	Emails re mgt agt issues, review TS re same	0.70
12/07/09	ASM	Reviewing revised management services term sheet	0.50
12/08/09	PCD	Calls re mgt agt, emails re same, review Dunhill comments	1.80
12/08/09	DJD	Review term sheet comments from Dunhill.	0.70
12/08/09	ASM	Reviewing comments to management services term sheet, revising asset purchase agreement	1.50
12/09/09	PCD	Emails re Rhodes/dun hill TS, calls re plan docs	0.80
12/09/09	ASM	Revising asset transfer agreement, call with noteholders regarding management services term sheet	3.00
12/10/09	DJD	Review Dunhill comments to management agreement and discuss with client; conference with P. Dublin; telephone call with J. Bono.	1.30
12/10/09	ASM	Revising asset agreement, call with clients regarding management services agreement.	1.70
12/11/09	PCD	Emails re pinnacle equip, call w/Dix re status, call w/DD re call update	0.60



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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/11/09	DJD	Telephone call with committee and Dunhill.	1.30
12/14/09	DJD	Telephone call with committee regarding management term sheet.	1.40
12/14/09	ASM	Call with steering committee to discuss management services term sheet	1.00
12/15/09	PCD	Email update to cte, calls re mgt issues, calls re golf course, emails re cash collateral, emails re pinnacle, emails re asset transfer agt	1.30
12/15/09	DJD	Conference with A. Martell regarding asset transfer agreement; discuss management term sheet.	0.70
12/15/09	ASM	Meeting with D. D'Urso, revising asset transfer agreement, reviewing revised Plan and Disclosure Statement	5.50
12/15/09	MAL	Various calls w/bondholders re: plan issues, golf course status, future management.	1.10
12/16/09	HBJ	Telephone W Lowery re holding of interest.	0.20
12/16/09	PCD	Emails re pinnacle, emails re cash collateral, emails re mgt, emails re board candidates, emails re cash variances	0.40
12/16/09	DJD	Review asset transfer agreement; telephone call with committee regarding Dunhill term sheet; conference with A. Martell.	1.90
12/16/09	ASM	Call with steering committee to discuss management services agreement, preparing summary of terms	2.50
12/16/09	MAL	Calls with bondholders re: plan issues; follow up with H. Jacobson re: same.	0.50
12/17/09	PCD	Emails re first lien agent, call re same, emails re dun hill TS	0.60
12/17/09	DJD	Draft summary proposal for Dunhill; telephone call with K. Daum.	1.00
12/17/09	ASM	Revising term sheet	0.70
12/17/09	MAL	Prepare for hearing; participate in telephonic hearing; various calls with bondholders re: plan issues.	1.30
12/17/09	RLB	Create hearing binder and index for 12/17 hearing	0.70
12/17/09	KME	Coordinate w/staff re preparation for hearing.	0.50
12/18/09	HBJ	Telephone W Lowry (Aladdin) re timing and blockers; telephone D D'Urso re same.	0.30
12/18/09	PCD	Emails re golf course, emails re dun hill mgt TS, calls re same, emails re voting issues, calls re same	1.70
12/18/09	DJD	Conference with P. Dublin; review asset transfer agreement; review and revise management term sheet.	1.20
12/18/09	ASM	Revising management services agreement, distributing same to R. Dix and steering committee	0.50
12/20/09	PCD	Emails re board candidates	0.20
12/21/09	PCD	Group call, confer w/D'Urso re same, emails re mgt TS issues, calls w/lenders re plan questions, confer w/ML re status of plan issues, precall w/WCP, call w/Dix re TS, emails re cc, review plan docs	2.80
12/21/09	DJD	Review management proposal; review and respond to email correspondence regarding management proposal; telephone call with committee; telephone call with R. Dix.	1.90
12/21/09	ASM	Call with steering committee to discuss management term sheet	0.70
12/21/09	MAL	Steering Committee call; pre-call with professionals; confer with P. Dublin re: plan issues; emails with omni re: balloting process.	2.30
12/21/09	KME	Review plan confirmation requirements; prepare outline of confirmation brief.	6.60
12/22/09	PCD	Emails re mgt TS comments, calls re same, emails re tax issues, calls w/holders re same, calls re board candidates, emails re same, review materials re same, emails re cc, emails re GC financing, review GC docs	2.40
12/22/09	DJD	Telephone call with committee regarding management term sheet; review asset transfer agreement; revise management term sheet; telephone call with B. Chase.	4.10
12/22/09	ASM	Call with steering committee to discuss management term sheet,	1.10

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<u>Date</u>	<u>Tkpr</u>		<u>Hours</u>
12/22/09	MAL	revising term sheet Various calls re: term sheet/ tax issues; confer with P. Dublin re: same; review confirmation brief outline.	1.30
12/23/09	PCD	Emails re TS comments, calls re same, calls re voting issues, calls re plan docs, review revised TS, emails re pinnacle equip, emails re asset transfer agt-	2.80
12/23/09	ASM	Call with D. D'Urso, reviewing asset purchase agreement	1.00
12/28/09	KME	Confer w/M. Lahaie re confirmation brief; begin drafting same.	1.10
12/29/09	PCD	Emails re mgt TS, calls re same, review docs re same, emails re voting issues, calls re golf course, confer w/ML re brief and scheduling	2.60
12/29/09	ASM	Call with C. Rice to discuss liquor license transfer, call with J. Fontana to discuss same	0.50
12/29/09	KME	Draft confirmation brief.	4.80
12/30/09	PCD	Emails re voting issues, confer w/ML re same	0.30
12/30/09	KME	Draft confirmation brief.	8.00
12/31/09	PCD	Calls re CS proposal, emails re same, review same	1.20
12/31/09	DJD	Telephone call with D. Combs; telephone call with R. Dix; review LLC blocker document.	0.50
12/31/09	MAL	Emails with K. Eide re: confirmation docs; emails with P. Dublin re: release issues; email with Ropes and Aray re: voting issues.	0.70
12/31/09	KME	Continue drafting confirmation brief.	3.10
Total Hours			158.00

## TIMEKEEPER TIME SUMMARY:

<u>Timekeeper</u>	<u>Hours</u>		<u>Rate</u>		<u>Value</u>
H B JACOBSON	0.50	at	\$690.00	=	\$345.00
M P HURLEY	3.50	at	\$740.00	=	\$2,590.00
P C DUBLIN	32.80	at	\$725.00	=	\$23,780.00
D J D'URSO	19.40	at	\$700.00	=	\$13,580.00
E P CHRISTIAN	0.50	at	\$775.00	=	\$387.50
A S MARTELL	31.60	at	\$530.00	=	\$16,748.00
M A LAHAIE	26.40	at	\$460.00	=	\$12,144.00
K M EIDE	41.40	at	\$325.00	=	\$13,455.00
R L BARLOON	1.90	at	\$190.00	=	\$361.00

Current Fees

\$83,390.50

## FOR COSTS ADVANCED AND EXPENSES INCURRED:

Computerized Legal Research - Westlaw	\$31.15
Meetings - Registration Fees	\$975.85
Meals - Business	\$2,193.45
Professional Fees - Legal	\$41,400.00
Audio and Web Conference Services	\$136.28
Telephone - Long Distance	\$24.15
Travel - Airfare	\$8,118.80
Travel - Ground Transportation	\$986.26
Travel - Lodging (Hotel, Apt, Other)	\$1,555.06
Travel - Telephone & Fax	\$13.99

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Current Expenses	\$55,434.99
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<b>Total Amount of This Invoice</b>	<b>\$138,825.49</b>
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**REMITTANCE COPY**

**Return with Payment**

ATTN: JIM RHODES  
RHODES HOMES STEERING COMMITTEE  
CHIEF EXECUTIVE OFFICER  
4730 SOUTH FORT APACHE ROAD  
SUITE 300  
LAS VEGAS, NV 89147

Invoice Number 1290710  
Invoice Date 01/07/10  
Client Number 687317  
Matter Number 0001

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FED I.D. NO. 75-1338644

If sending remittance via Postal Mail  
please remit to:

**AKIN GUMP STRAUSS HAUER & FELD LLP**  
Dept. 7247-6838  
Philadelphia, PA 19170-6838

If sending remittance via Overnight Courier  
please remit to:

**AKIN GUMP STRAUSS LB# 7247-6838**  
c/o Citibank Delaware Lockbox Operations  
1615 Brett Road  
New Castle, DE 19720

If sending remittance via Wire  
Please use the following instructions:

**AKIN GUMP STRAUSS HAUER & FELD LLP**  
**CITIBANK, NA**  
399 Park Avenue  
New York, NY 10022

Account #: 3044-7604  
ABA# 0210-0008-9  
Ref: 687317/0001, Invoice No. 1290710

(For wires originating outside the US reference Swift ID# CITIUS33)